

# **Exhibit A**

[illegible]

# **Exhibit B**

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	<b>Bisexual Threesome</b> [20:48] Added 8 hours ago Ratings: ★★★★★		<b>Wild Gangbang</b> [28:20] Added 6 days ago Ratings: ★★★★★		<b>Blonde Mouth Fucking</b> [36:30] Added 3 weeks ago Ratings: ★★★★★		<b>Finger Play</b> [48:18] Added 6 hours ago Ratings: ★★★★★
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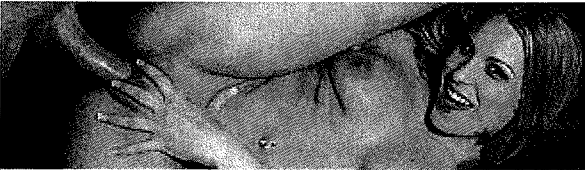

	<b>Deep Penetration</b> [18:50] Added 4 weeks ago Ratings: ★★★★★		<b>Pounding Two Cocks</b> [25:18] Added 8 hours ago Ratings: ★★★★★		<b>Naughty Outdoor Fun</b> [31:50] Added 5 days ago Ratings: ★★★★★		<b>Amazing Blowjob</b> [40:16] Added 8 hours ago Ratings: ★★★★★
	<b>Ass Pounder</b>		<b>Mature Wife Blowjob</b>		<b>Tight Coeds Getting Drilled</b>		<b>Hot Mature Wife Fucked</b>

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	<b>Pleasure Toys</b> [36:18] Added 8 hours ago Ratings: ★★★★★		<b>Latina Beauty Loves Cock</b> [25:34] Added 9 days ago Ratings: ★★★★★		<b>Fucking the Wife</b> [16:33] Added 4 weeks ago Ratings: ★★★★★
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**Bisexual Threesome**

[20:48] Added 8 hours ago

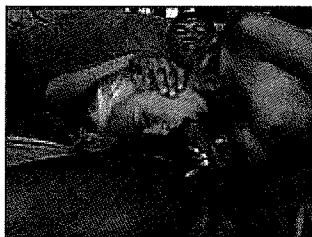
Ratings: ★ ★ ★ ★ ★



**Wild Gangbang**

[28:20] Added 5 days ago

Ratings: ★ ★ ★ ★ ★



**Blonde Mouth Fucking**

[35:30] Added 3 weeks ago

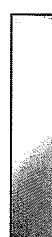
Ratings: ★ ★ ★ ★ ★



**Finger Play**

[48:18] Added 6 hours ago

Ratings: ★ ★ ★ ★ ★



[36:10]

Ratings: ★ ★ ★ ★ ★

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Today's Featured Videos : September 23, 2009



**Deep Penetration**

[18:50] Added 4 weeks ago

Ratings: ★ ★ ★ ★ ★



**Pounding Two Cocks**

[25:19] Added 6 hours ago

Ratings: ★ ★ ★ ★ ★



**Naughty Outdoor Fun**

[31:50] Added 5 days ago

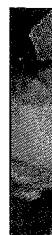
Ratings: ★ ★ ★ ★ ★



**Amazing Blowjob**

[40:16] Added 8 hours ago

Ratings: ★ ★ ★ ★ ★



La

[25:30]

Ratings: ★ ★ ★ ★ ★



**Ass Pounder**

[20:48] Added 2 weeks ago

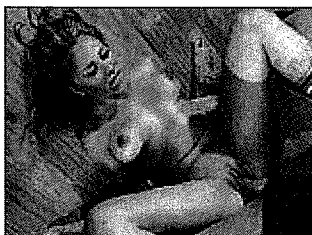
Ratings: ★ ★ ★



**Mature Wife Blowjob**

[45:08] Added 10 hours ago

Ratings: ★ ★ ★ ★ ★



**Tight Coeds Getting Drilled**

[33:40] Added 3 days ago

Ratings: ★ ★ ★



**Hot Mature Wife Fucked**

[24:20] Added 3 weeks ago

Ratings: ★ ★ ★ ★ ★



[16:30]

Ratings: ★ ★ ★ ★ ★

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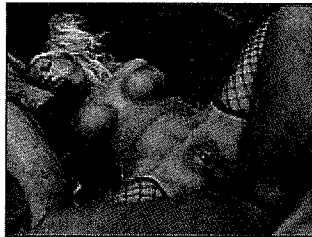
Top Ra



**Bisexual Threesome**

[20:48] Added 8 hours ago

Ratings: ★ ★ ★ ★ ★



**Wild Gangbang**

[28:20] Added 5 days ago

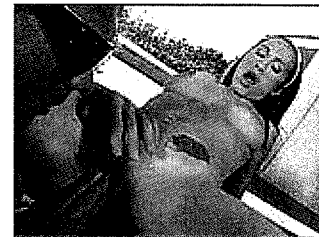
Ratings: ★ ★ ★ ★ ★



**Blonde Mouth Fucking**

[35:30] Added 3 weeks ago

Ratings: ★ ★ ★ ★ ★



**Finger Play**

[48:18] Added 6 hours ago

Ratings: ★ ★ ★ ★ ★



[36:1

Ratin

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**Deep Penetration**

[18:50] Added 4 weeks ago

Ratings: ★ ★ ★ ★ ★



**Pounding Two Cocks**

[25:19] Added 6 hours ago

Ratings: ★ ★ ★ ★ ★



**Naughty Outdoor Fun**

[31:50] Added 5 days ago

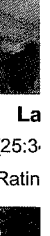
Ratings: ★ ★ ★ ★ ★



**Amazing Blowjob**

[40:16] Added 8 hours ago

Ratings: ★ ★ ★ ★ ★



La

[25:3

Ratin



**Ass Pounder**

[20:48] Added 2 weeks ago

Ratings: ★ ★ ★



**Mature Wife Blowjob**

[45:08] Added 10 hours ago

Ratings: ★ ★ ★ ★ ★



**Tight Coeds Getting Drilled**

[33:40] Added 3 days ago

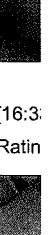
Ratings: ★ ★ ★



**Hot Mature Wife Fucked**

[24:20] Added 3 weeks ago

Ratings: ★ ★ ★ ★ ★



[16:3

Ratin

EXHIBIT B PAGE 31





**Crazy Coed Gangbang**

[42:20] Added 4 days ago

Ratings: ★ ★ ★ ★



**Cum Sucker**

[32:20] Added 4 hours ago

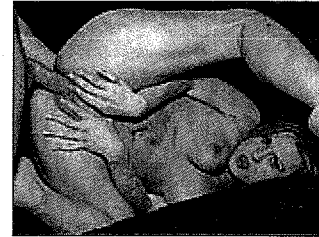
Ratings: ★ ★ ★



**Ass Fucking**

[18:31] Added 3 weeks ago

Ratings: ★ ★ ★ ★ ★

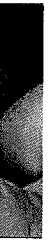


**Hard and Deep**

[32:38] Added 2 days ago

Ratings: ★ ★ ★ ★

[40:0]  
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Hot  
[30:0]  
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**Yesterday's Featured Videos**



**Hot Asian Gets Fucked**

[30:26] Added 2 weeks ago

Ratings: ★ ★ ★ ★ ★



**Pussy Slurp**

[18:19] Added 6 days ago

Ratings: ★ ★ ★ ★



**Deep Doggy**

[22:30] Added 5 weeks ago

Ratings: ★ ★ ★ ★

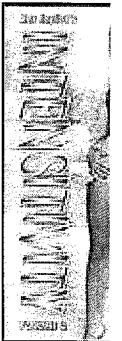


**Cock Sharing Whores**

[20:31] Added 5 hours ago

Ratings: ★ ★ ★ ★ ★

**Top Ra**



**Fuck That Mature Ass**

[28:32] Added 8 hours ago

Ratings: ★ ★ ★ ★ ★



**Brunette Riding Cock**

[42:38] Added 4 days ago

Ratings: ★ ★ ★ ★



**Group Anal Sex**

[26:46] Added 3 weeks ago

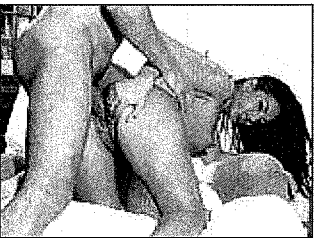
Ratings: ★ ★ ★ ★ ★



**Hot Ass Fucking**

[40:38] Added 10 hours ago

Ratings: ★ ★ ★ ★



**Sexy Slut Fucked**

[42:48] Added 7 hours ago

Ratings: ★ ★ ★ ★



**Cunt Bashing**

[36:41] Added 3 weeks ago

Ratings: ★ ★ ★ ★



**Brunette Gets Banged**

[26:22] Added 4 days ago

Ratings: ★ ★ ★ ★ ★



**Huge Cock for Horny Girl**

[38:22] Added 2 days ago

Ratings: ★ ★ ★ ★



EXHIBIT B PAGE 32





**Crazy Coed Gangbang**

[42:20] Added 4 days ago

Ratings: ★ ★ ★ ★



**Cum Sucker**

[32:20] Added 4 hours ago

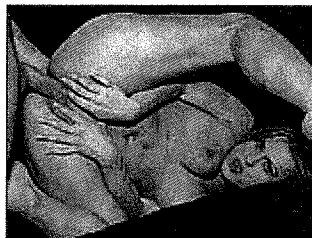
Ratings: ★ ★ ★



**Ass Fucking**

[18:31] Added 3 weeks ago

Ratings: ★ ★ ★ ★ ★



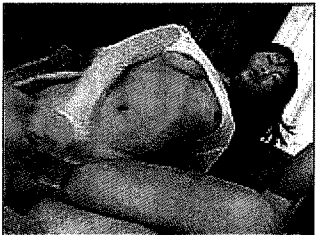
**Hard and Deep**

[32:38] Added 2 days ago

Ratings: ★ ★ ★ ★

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**Yesterday's Featured Videos**



**Hot Asian Gets Fucked**

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Ratings: ★ ★ ★ ★ ★



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**Fuck That Mature Ass**

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**Brunette Riding Cock**

[42:38] Added 4 days ago

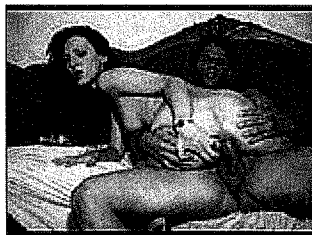
Ratings: ★ ★ ★ ★



**Group Anal Sex**

[26:46] Added 3 weeks ago

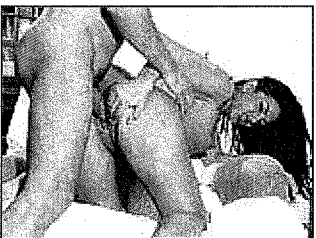
Ratings: ★ ★ ★ ★ ★



**Hot Ass Fucking**

[40:38] Added 10 hours ago

Ratings: ★ ★ ★ ★



**Sexy Slut Fucked**

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**Huge Cock for Horny Girl**

[38:22] Added 2 days ago

Ratings: ★ ★ ★ ★

[40:0]

Ratin

Hot

[30:0]

Ratin

**Top Ra**



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3A%2F%2Fpagead2.googlesyndication.com%2Fpagead%2Fclick%3Fsa%3DI%26ai%  
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Tight Tolerance Tube Bending, Tube Fabrication, and Tubular products  
http://web.archive.org/web/20071012173848/http://www.redtube.fr/search/redirect.php?f=http%  
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### Videos Being Watched Now : October 14, 2009

Top Rated



**Nasty asian get fucked!**

[10:38]

Added 1 week ago

Ratings: ■■■■■



**The Perfect blowjob**

[20:41]

Added 2 weeks ago

Ratings: ■■■■■



**Brunette getting ripped**

[19:12]

Added 1 hour ago

Ratings: ■■■■■



**Doggy style extreme**

[20:38]

Added 5 days ago

Ratings: ■■■■■



Hi

[16:38]

Rating

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### Today's Featured Videos : October 14, 2009



**Slurping pussy outdoors**

[15:35]

Added 3 days ago

Ratings: ■■■■■



**Blonde ass fucking**

[22:31]

Added 2 hours ago

Ratings: ■■■■■



**Titty fucked good**

[10:34]

Added 2 weeks ago

Ratings: ■■■■■



**Couch fuckin couple**

[17:22]

Added 2 hours ago

Ratings: ■■■■■

[10:27]

Rating



**Redhead blowjob**

[20:38]

Added 8 hours ago

Ratings: ■■■■■



**Pussy lickin good!**

[21:37]

Added 2 weeks ago

Ratings: ■■■■■

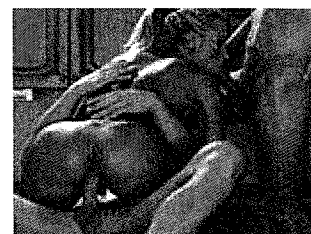


**blow by blow by blow**

[22:23]

Added 15 hours ago

Ratings: ■■■■■



**Cock addicted blonde**

[15:28]

Added 1 day ago

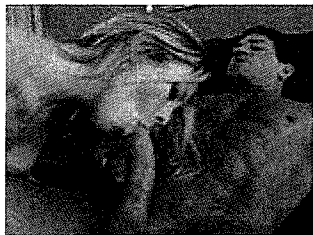
Ratings: ■■■■■

[04:21]

Rating

EXHIBIT B PAGE 40





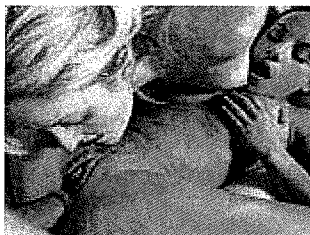
**Huge dong slobbering**

[13:21] Added 3 weeks ago  
Ratings: ■■■■



**Stocking rip fuck**

[16:48] Added 12 hours ago  
Ratings: ■■■■■■



**Awesome Threesome**

[12:13] Added 1 week ago  
Ratings: ■■■■



**Black cock sucker**

[20:12] Added 2 weeks ago  
Ratings: ■■■■

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**Yesterday's Featured Videos**



**Company Break time**

[18:16] Added 1 week ago  
Ratings: ■■■■



**Park Picnic fuck**

[11:39] Added 2 weeks ago  
Ratings: ■■■■



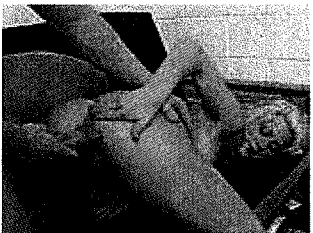
**Cum crazy bitch**

[16:38] Added 2 days ago  
Ratings: ■■■■



**Sit on this bitch!**

[14:28] Added 5 days ago  
Ratings: ■■■■



**Hot MILF gets banged**

[08:28] Added 2 weeks ago  
Ratings: ■■■■■■



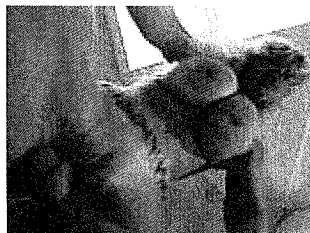
**Crazy coed gangbang**

[10:11] Added 12 days ago  
Ratings: ■■■■■■



**HOT outdoor orgy**

[02:53] Added 2 days ago  
Ratings: ■■■■■■



**Big boob bitch got drilled**

[11:44] Added 1 week ago  
Ratings: ■■■■



**Enticing Threesome**

[15:38] Added 2 weeks ago  
Ratings: ■■■■■■



**2 bitches enjoying 1 cock**

[12:12] Added 4 days ago  
Ratings: ■■■■



**HOT MILF Pounded!**

[15:31] Added 1 week ago  
Ratings: ■■■■



**Burning the midnite oil**

[11:59] Added 8 days ago  
Ratings: ■■■■■■

Page : 01 | 02 | 03 | 04 | 05 | 06 | 07 Next >>

[03:31]  
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[08:08]  
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**Top Rat**



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4FREE

THROAT TUBE  
4FREE

RUSSY TUBE  
4FREE

MY TUBE  
4FREE

BLACK TUBE  
4FREE

LESBIAN TUBE  
4FREE

MALE TUBE  
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BOOB TUBE  
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BLOW TUBE  
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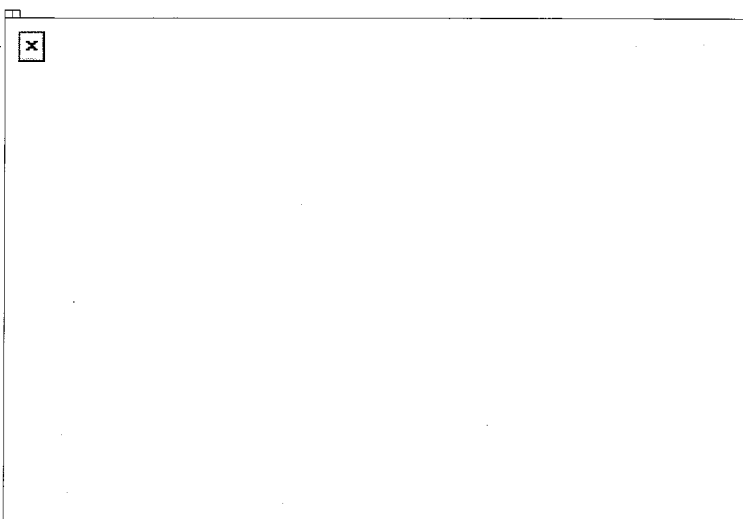
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Sex Chat

Adult Sex

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EXHIBIT B PAGE 44

# Exhibit C



THIS CONFIDENTIALITY AGREEMENT MADE THIS 2nd DAY OF April, 2008  
BETWEEN

(1) BRIGHT IMPERIAL LIMITED of 28 Queen's Road East, 28<sup>th</sup> Floor Tesbury  
Center, Wanchai, Hong Kong SAR (hereinafter referred to as the  
"Company"); and

(2)

John Skorick  
(recipient)

\_\_\_\_\_  
(commercial register No)

92618 Irvine / CA / 45  
(ZIP/city/state/country)

6789 Owl Hill Parkway # 319  
(street address)

(herein referred to as the "Interested Party")

WHEREBY IT IS AGREED THAT:-

#### I. Preface

The Shareholders (herein referred to as "Shareholders") in the Company, consider to (i) offer their shares for sale or (ii) cause the Company to offer its assets for sale (herein jointly referred to as the "Project"). The shares in the Company and the Company's assets are herein jointly referred to as the "Target". The Shareholders intend to offer the entire Target for sale to a qualified purchaser. After executing this agreement, the Interested Party will be granted the opportunity to participate in a sale process and to acquire the share capital in the Company and/or its assets.

Divulging any information in connection with the Project, even the fact that Shareholders are considering a sale, may result in irreversible damages to the Target, the Company and/or the Shareholders. Purpose of this Confidentiality Agreement is to prevent publicity, leakage and misuse of the information and knowledge obtained by the Interested Party.

#### II. Definitions

##### 1. Target

"Target" means the Company, the shares in which are for sale by the Shareholders, as well as the Company's assets.

  
Bright Imperial Limited

  
Recipient

Page 2 of 5

All regulations established herein regarding the Target are also applicable to the protection and for the benefit of other directly or indirectly affiliated companies.

## 2. Shareholders

"Shareholders" mean all parties holding shares in the Target.

## 3. Business Secrets

"Business secrets" include all circumstances, facts and information the Interested Party obtains in connection with the Project from any source. In particular Business Secrets include but are not limited to: names, company names and data of the Target, the Shareholders or any other party being involved in the Project. Even the fact that the Shareholders consider a sale is to be considered a Business Secret as well.

## 4. Employees

"Employees" shall be the Interested Party's representatives (members of the management board, directors, officers and senior staff) and any person involved in evaluating a potential acquisition, who is in a permanent employee-relationship, in a contract for work and services including fiduciary duty and are subject to instructions or a comparable legal relationship with the Interested Party. The number of Employees who will be involved in evaluating a potential transaction is to be kept to a minimum.

## 5. Third-Parties

"Third-parties" are all persons who are not party to this sale process or Employees (as defined above). Persons, who are generally referred to as employees, but are not included in the definition stated in paragraph II.4., are to be considered Third-parties.

# **III. Confidentiality Undertaking**

1. The Interested Party agrees to keep in strict confidence all the Business Secrets (as defined in paragraph II. 3.). Divulging information to any Third-parties is not permitted and shall be deemed breach of contract at this stage of negotiations.
2. Business Secrets are to be shared with employees of the Interested Party only under two conditions: (i) Such employees need to be involved in the decision making and evaluation process at this early stage and (ii) the Interested Party is in full compliance with the rules set forth in paragraph IV. Giving access to Business Secrets to any other person is strictly prohibited.

  
Bright Imperial Limited

  
Recipient

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3. After disclosing the identity of the Target and before entering further stages of negotiations the Sellers may require any Interested Party to execute an additional confidentiality agreement, especially in the case of a due diligence investigation
4. The Interested Party shall not reveal any Business Secrets to any Third-party. It agrees to refrain from contacting and visiting management, employees, Shareholders in the Target or its customers, suppliers, business partners, sites or any other person in the Company's sphere in the broadest sense.

#### IV. Supervision of Employees

1. The Interested Party shall store all data containing Business Secrets properly and appropriately and hereby obliges to take appropriate measures to prevent Third-parties from gaining access to the data.
2. The Interested Party will cause all of its Employees with knowledge of any Business Secrets or having access to such information to comply fully with the letter and spirit of this Confidentiality Agreement

#### V. Use of Information and Recordkeeping

1. The Interested Party declares expressly and irrevocably that it will not - especially not in favour of its own or anyone else's advantage - act on information provided by Shareholders, the Company or otherwise obtained. In particular, but not limited to, the Interested Party will not take any action as a result of gaining knowledge of the Project, for example (without limitation to), soliciting business from Company's customers, luring customers away from the Company or any affiliates or contacting Shareholders, business partners of the Company etc.
2. The Interested Party declares expressly and irrevocably that it will, upon demand, irrecoverably delete and/or destroy all records of information received and/or collected in connection with the Project.

#### VI. Breach of the Confidentiality Agreement

1. The rights and remedies provided for by this Confidentiality Agreement are cumulative with and not exclusive of any rights or remedies provided by law.
2. This contractual penalty does not limit or pre-empt the parties' right to claim damages. Especially the Target, the Shareholders or any other person of the Company having suffered damages or losses as a result of breach, may claim damages, if applicable.

  
Bright Imperial Limited

  
Recipient



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3. Without prejudice to any other rights or remedies of the parties, the Interested Party acknowledges for the benefit of the Company that damages might not be an adequate remedy for any breach of the provisions of this Confidentiality Agreement and that, accordingly, the Company shall be entitled without proof of special damage to the remedies of injunction and specific performance and other equitable remedies for any threatened or actual breach of the provisions of this Confidentiality Agreement by the other.

#### VII. Validity

1. The validity of this Confidentiality Agreement is not restricted to any jurisdiction or territorial limitations.
2. This Confidentiality Agreement is valid from the date of signature and on. It does not expire at any point in time, is irrevocable and cannot be cancelled. It also governs information the Interested Party may have obtained before the Confidentiality Agreement was executed.

#### VIII. General Terms

1. Forum for disputes arising out of or in connection with this Confidentiality Agreement, its effectiveness or its coming into existence is the competent court of Hong Kong. The Interested Party also submits to this venue for all disputes with the Shareholders and the Company. This submission shall also apply to any legal claims filed by Interested Party.
2. Ineffectiveness, impracticability, unenforceability or invalidation of single items, clauses or paragraphs of this Confidentiality Agreement do not affect the validity of the remainder. The Interested Party hereby agrees to accept in place of any items rendered ineffective, impracticable, unenforceable or invalid, terms that yield as close as possible an economic outcome as was attempted with the letter and spirit of any replaced regulations.
3. This Confidentiality Agreement and the rules set out herein, and any dispute, controversy, proceedings or claim of whatever nature arising out of or in any way relating to this Confidentiality agreement or its formation shall be governed by and construed in accordance with the laws of Hong Kong.

AS WITNESS the hands of the parties hereto the day and year first above written.

SIGNED BY:


  
Bright Imperial Limited

  
Recipient

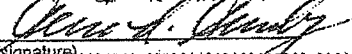
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BRIGHT IMPERIAL LIMITED of 28 Queen's Road East, 28<sup>th</sup> Floor Tesbury Center,  
Wanchai, Hong Kong SAR

For and on behalf of  
BRIGHT IMPERIAL LIMITED  
卓皇有限公司

  
(signature) Authorized Signature(s)

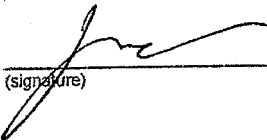
For and on behalf of  
BRIGHT IMPERIAL LIMITED  
卓皇有限公司

  
(signature) Authorized Signature(s)

SIGNED BY:

John Sharick, CEO of  
(recipient's representative title)

6781 Quail Hill Parkway #319 Irvine, CA 92618  
(address)

  
(signature)

\_\_\_\_\_  
(signature)

for and on behalf of Web Entertainment Group, Inc.  
(recipient/company name)

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2008

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**CONFIDENTIALITY AGREEMENT**

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BOASE COHEN & COLLINS  
Solicitors & Notaries  
2303-7 DOMINION CENTRE  
43-59 QUEEN'S ROAD EAST  
WANCHAI  
HONG KONG  
REF: CC/J0228/16292/08



# Exhibit D

CONFIDENTIAL  
Confidential Memorandum

**MEMORANDUM**

**備 忘 錄**

**STRICTLY CONFIDENTIAL**

**嚴 格 保 密**

口 副本- 按文者請轉  
Copy -- Recipient Encoded

## Confidential Memorandum

This Confidential Memorandum (the "Memorandum") contains highly confidential information regarding Bright Imperial Limited ("BILT") and RedTube.com ("RT") (together the "Company"). The recipient of this Memorandum has already executed a confidentiality agreement, which continues to be valid and binding and shall apply to this Memorandum in particular as regards information contained in this Memorandum and information received otherwise in connection with a potential transaction concerning the Company. By accepting this Memorandum, the recipient agrees that it will cause its directors, officers, employees, representatives, advisers and other people in its sphere in the broadest sense to

- (i) use the Memorandum, information contained herein and information concerning a potential transaction involving the Company obtained from any other source (together the "Information") only to evaluate a specific transaction with or without regard to the Company and for no other purpose
- (ii) divulge Information only to individuals defined in the confidentiality agreement and will not divulge any Information to any other person
- (iii) not reveal the possibility of a transaction to any other person and to refrain from contacting and visiting management, employees, other shareholders in the Company, customers, suppliers, any Company sites or any other person that could be considered to be in the sphere of the Company in the broadest sense
- (iv) refrain from taking any action in response to learning of the possibility of a transaction and as a result of the possibility of a transaction becoming more widely known which might cause damage to the Company or shareholders in the Company
- (v) comply with the letter and the spirit of the confidentiality agreement in the strictest way
- (vi) delete irrecoverably this Memorandum together with any copies thereof and of such information and to destroy any files be they electronic or in any other form upon request therefor.

The presentation of the Company in this document is a snapshot of the status quo as of late February/early March 2008. Due to the dynamic and quick developments in Internet related business models in general and of the Company in particular we point out that